

BOOK

81 PAGE 393  
STATE MS.-DESOTO CO.  
FILED

JUN 11 10 42 AM '99

BK 81 PG 393  
W.E. DAVIS CH. CLK.

This instrument was prepared by and  
after Recording, please return to:

Jeffrey N. Plowman, Esq.  
Nelson Mullins Riley & Scarborough, L.L.P.  
999 Peachtree, N.E.  
First Union Plaza, Suite 1400  
Atlanta, Georgia 30309

STATE OF MISSISSIPPI     )  
                                  )  
COUNTY OF DESOTO        )

Indexing Instruction/Cross Reference:  
Deed Book 76, Page 576, Desoto  
County, Mississippi Records

#### SITE LEASE ACKNOWLEDGMENT

This Site Lease Acknowledgment ("SLA") is made and entered into as of the 8<sup>th</sup> day of March, 1999, by and between POWERTEL/MEMPHIS, INC., a Delaware corporation hereinafter designated as "POWERTEL", with its principal offices located at c/o Powertel, Inc., 1233 O.G. Skinner Drive, West Point, Georgia 31833, and POWERTEL MEMPHIS TOWERS, LLC, a Delaware limited liability company hereinafter designated as "LANDLORD", with its principal offices located at c/o Powertel, Inc., 1233 O.G. Skinner Drive, West Point, Georgia 31833, pursuant and subject to that certain Master Site Agreement ("MSA") by and between the Parties hereto, dated as of March 8, 1999. All capitalized terms have the meanings ascribed to them in the MSA.

1. The premises leased by LANDLORD to POWERTEL (the "Site") shall consist of the Cable Path, Easements, Tower Space, and Ground Space, as those terms are defined in the MSA. The Site is a portion of that certain tract of land, located in the City of Olive Branch, the County of Desoto, and the State of Mississippi, more particularly described in the Memorandum of Lease which is recorded in Book 76, Page 576 in the office the Chancery Clerk of Desoto County, Mississippi (the "Property"). The Property is described in Exhibit A attached hereto and made a part hereof.

2. POWERTEL has installed at the Site the Grandfathered Equipment set forth in Exhibit B which shall be completed, attached and incorporated herein within 270 days of the SLA Commencement Date in accordance with paragraph 2(c) of the MSA.

3. The commencement date of the SLA ("SLA Commencement Date") is March 8, 1999. The first (1<sup>st</sup>) monthly rental payment is due and payable by POWERTEL to LANDLORD on the SLA Commencement Date in accordance with Section 4(a) of the MSA. Any future rent adjustments shall be calculated in accordance with Section 4(b) of the MSA. The annual rental payment for generator services to be supplied by LANDLORD, if applicable, is set forth in Section 4(d) of the MSA.

4. The term of this SLA is ten (10) years, three (3) months, beginning on the SLA Commencement Date. The term of the SLA will automatically renew for three (3) additional, consecutive five (5) year terms unless POWERTEL notifies LANDLORD in writing of POWERTEL's intention not to renew as provided in Section 3(c) of the MSA.

IN WITNESS WHEREOF, the parties hereto have set their hands and affixed their respective seals the day and year first above written.

POWERTEL:

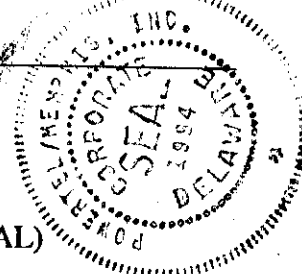
POWERTEL/MEMPHIS, INC., A Delaware corporation

By: Jill F. Dorsey

Jill F. Dorsey

Title: Vice President/General Counsel

(CORPORATE SEAL)



STATE OF Georgia

COUNTY OF Fulton

ACKNOWLEDGMENT

Personally appeared before me, the undersigned authority in and for the said county and state, on this 14th day of May, 1999, within my jurisdiction, the within named Jill F. Dorsey, who acknowledged that she is Vice President/General Counsel of Powertel/Memphis, Inc., a Delaware corporation, and that for and on behalf of the said corporation, and as its act and deed she executed the above and foregoing instrument, after first having been duly authorized by said corporation to do so.

Sharon A. Agst

(Notary Public)

My Commission expires: 01-09-2001

(Affix official seal, if applicable)

[SIGNATURES CONTINUED ON NEXT PAGE]

[SIGNATURES CONTINUED FROM PREVIOUS PAGE]

LANDLORD:

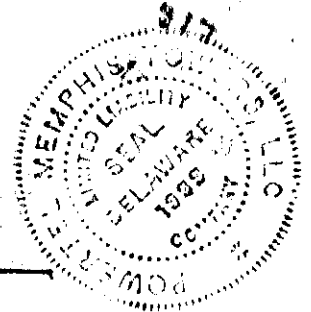
POWERTEL MEMPHIS TOWERS, LLC, a  
Delaware limited liability company

By: \_\_\_\_\_

Jill F. Dorsey

Title: Vice President/General Counsel

(COMPANY SEAL)



ACKNOWLEDGMENT

STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_

Personally appeared before me, the undersigned authority in and for the said county and state, on this \_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, within my jurisdiction, the within named Jill F. Dorsey, who acknowledged that she is Vice President/General Counsel of Powertel/Memphis, Inc., a Delaware corporation, and that for and on behalf of the said corporation, and as its act and deed she executed the above and foregoing instrument, after first having been duly authorized by said corporation to do so.

\_\_\_\_\_  
(Notary Public)

My Commission expires:

\_\_\_\_\_  
(Affix official seal, if applicable)

ACKNOWLEDGMENTSTATE OF  
COUNTY OFGeorgia  
Fulton

Personally appeared before me, the undersigned authority in and for the said county and state, on this 24th day of May, 1999, within my jurisdiction, the within named Jill F. Dorsey, who acknowledged that she is Vice President/General Counsel of Powertel Memphis Towers, LLC, a Delaware limited liability company, and that for and on behalf of the said limited liability company, and as its act and deed she executed the above and foregoing instrument, after first having been duly authorized by said limited liability company to do so:

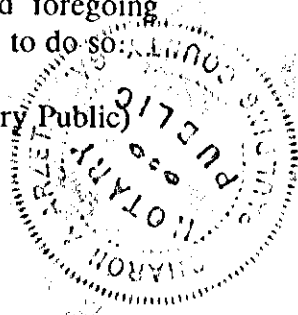
Sharon A. [Signature]

(Notary Public)

My Commission expires:

01-09-2001

(Affix official seal, if applicable)



## Exhibit 'A'

LEGAL DESCRIPTION - PROPOSED POWERTEL MUTUAL USE, NON-EXCLUSIVE  
VARIABLE WIDTH INGRESS/EGRESS AND UTILITY EASEMENT  
"SOUTH OLIVE BRANCH" SITE NUMBER M316

BEING A LEGAL DESCRIPTION OF PROPOSED POWERTEL/MEMPHIS, INC. MUTUAL USE, NON-EXCLUSIVE, 30 FOOT WIDE INGRESS/EGRESS AND UTILITY EASEMENT ACROSS PART OF THE PROPERTY OWNED BY H&K WAREHOUSES, INC. OF RECORD IN BOOK 279, PAGE 22, CHANCERY CLERK'S OFFICE, DESOTO COUNTY, MISSISSIPPI, BEING PART CAROMA COMMERCIAL AND INDUSTRIAL PARK SUBDIVISION OF RECORD IN PLAT BOOK 4, PAGES 47 & 48, OF SAID CHANCERY CLERK'S OFFICE LYING IN THE SOUTHEAST  $\frac{1}{4}$  OF SECTION 33, TOWNSHIP 1 SOUTH, RANGE 6 WEST, DESOTO COUNTY, MISSISSIPPI, AND SAID PROPOSED EASEMENT AREA BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE POINT OF INTERSECTION OF THE NORTH LINE OF WEST CAROMA ROAD AND THE WEST LINE OF MISSISSIPPI HIGHWAY NO. 305 (AS PLATTED IN BOOK 4, PAGES 47 & 48) AND RUNNING THENCE SOUTH 89 DEGREES 25 MINUTES 40 SECONDS WEST ALONG THE NORTH LINE OF WEST CAROMA ROAD 1,115.24 FEET; THENCE CONTINUING SOUTH 89 DEGREES 25 MINUTES 40 SECONDS WEST - 30.00 FEET; THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS EAST - 88.14 FEET; THENCE NORTH 45 DEGREES 00 MINUTES 00 SECONDS WEST - 100.31 FEET; THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS EAST - 118.76 FEET; THENCE SOUTH 90 DEGREES 00 MINUTES 00 SECONDS EAST - 30.00 FEET; THENCE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST - 106.33 FEET; THENCE SOUTH 45 DEGREES 00 MINUTES 00 SECONDS EAST - 100.31 FEET; THENCE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST - 100.26 FEET TO THE POINT OF BEGINNING CONTAINING 9,212 SQUARE FEET OR 0.211 ACRES, MORE OR LESS.

THE ABOVE DESCRIBED PROPERTY CONTAINS A PAVED DRIVE AND A GRAVEL DRIVEWAY.

BEARINGS ARE GRID NORTH.

## Exhibit "A"

LEGAL DESCRIPTION - PROPOSED POWERTEL TOWER COMPOUND LEASE AREA "SOUTH OLIVE BRANCH" SITE NUMBER M316

BEING A LEGAL DESCRIPTION OF PROPOSED POWERTEL/MEMPHIS, INC. TOWER COMPOUND LEASE AREA, BEING PART OF THE PROPERTY OWNED BY H&K WAREHOUSES, INC. OF RECORD IN BOOK 279, PAGE 22, CHANCERY CLERK'S OFFICE, DESOTO COUNTY, MISSISSIPPI, BEING PART OF CAROMA COMMERCIAL AND INDUSTRIAL PARK SUBDIVISION OF RECORD IN PLAT BOOK 4, PAGES 47 & 48, OF SAID CHANCERY CLERK'S OFFICE, LYING IN THE SOUTHEAST ¼ OF SECTION 33, TOWNSHIP 1 SOUTH, RANGE 6 WEST, DESOTO COUNTY, MISSISSIPPI, AND SAID PROPOSED LEASE AREA BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE POINT OF INTERSECTION OF THE NORTH LINE OF WEST CAROMA ROAD AND THE WEST LINE OF MISSISSIPPI HIGHWAY NO. 305 (AS PLATTED IN PLAT BOOK 4, PAGES 47 & 48) AND RUNNING THENCE SOUTH 89 DEGREES 25 MINUTES 40 SECONDS WEST ALONG THE NORTH LINE OF WEST CAROMA ROAD 1,115.24 FEET; THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS EAST - 100.26 FEET; THENCE NORTH 45 DEGREES 00 MINUTES 00 SECONDS WEST - 100.31 FEET; THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS EAST - 106.33 FEET TO THE TRUE POINT OF BEGINNING; THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS WEST - 50.00 FEET; THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS EAST - 50.00 FEET; THENCE SOUTH 90 DEGREES 0 MINUTES 00 SECONDS EAST - 50.00 FEET; THENCE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS EAST - 50.00 FEET TO THE POINT OF BEGINNING.

CONTAINING 2,500 SQUARE FEET OR 0.057 ACRES, MORE OR LESS.

THE ABOVE DESCRIBED PROPERTY IS VACANT.

BEARINGS ARE GRID NORTH.

Exhibit B to the SLA

## Grandfathered Equipment

This Exhibit shall be completed, attached and incorporated herein within 270 days of the SLA Commencement Date in accordance with paragraph 2(c) of the Agreement.

Antenna manufacturer and type number:

\_\_\_\_\_

\_\_\_\_\_

Number of antennas:

\_\_\_\_\_

Weight and dimension of antenna(s) (LxWxD):

\_\_\_\_\_

Transmission line mfr. & type no.:

\_\_\_\_\_

Diameter & length of transmission line:

\_\_\_\_\_

Location of antennas for Grandfathered Equipment

(as described in Exhibit "3" attached hereto and made a part hereof):

\_\_\_\_\_

Height of antenna(s) on structure:

\_\_\_\_\_

Direction of radiation:

\_\_\_\_\_

Ground Space for Grandfathered Equipment

(equipment building/floor space dimensions as described in Exhibit "4" attached hereto and made a part hereof):

\_\_\_\_\_

Frequencies/Max Power Output:

\_\_\_\_\_

Grounding specifications for Grandfathered

Equipment (as described in Exhibit "5" attached hereto and made a part hereof):

\_\_\_\_\_

Generator services, if any:

\_\_\_\_\_

\_\_\_\_\_